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# POTTER CLEMENT LOWRY & DUNCAN

ATTORNEYS AT LAW 308 EAST FIFTH AVENUE **MOUNT DORA, FL 32757** 

DEL G. POTTER, P.A.\* G. EDWARD CLEMENT, P.A. ARCHIE O. LOWRY, JR., P.A. BRUCE G. DUNCAN, P.A. JOSEPH N. ALEXANDER

PHONE: (352) 383-4186 FAX: (352) 383-0087

\*Certified Circuit Mediator

March 9, 2010

### VIA UNITED PARCEL SERVICE

Department of State **Division of Corporations** Clifton Building 2661 Executive Center Circle Tallahassee, Florida 32301

Re: Articles of Incorporation for SHALAMAR, INC.

Dear Sir or Madam:

Enclosed are an original and one copy of Articles of Incorporation for Shalamar, Inc. together with our check in the amount of \$78.75 representing:

1. Filing Fee \$ 35.00 2.

Registered Agent Fee \$ 35.00 3.

Certified Copy \$ 8.75

Please file the original Articles and forward one certified copy to the undersigned. As always, thank you for your prompt assistance in regard to this filing. Should you have any questions, please do not hesitate to call me collect.

Very truly yours,

G. Edward Clement

GEC/diw Enclosures

### ARTICLES OF INCORPORATION

### **OF**

### SHALAMAR, INC.

### <u>ARTICLE I - NAME</u>

The name of this Corporation is Shalamar, Inc. and the physical address is 10500 Mark Adam Road, Ocoee, Florida 34761, and the mailing address is P. O. Box 1042, Plymouth, Florida 32768.

### ARTICLE II - TERM OF EXISTENCE

The existence of this Corporation shall exist perpetually.

### **ARTICLE III - NATURE OF BUSINESS**

This Corporation may engage or transact in any or all activities or businesses permitted in the laws of the United States of America and the State of Florida.

### ARTICLE IV - CAPITAL STOCK

This Corporation shall have the authority to issue ONE THOUSAND (1,000) shares, all of one class, having a ONE DOLLAR (\$1.00) par value.

### <u>ARTICLE V - DENIAL OF PREEMPTIVE RIGHTS</u>

No shareholder shall have the preemptive right to purchase any new stock of this Corporation.

# ARTICLE VI - DENIAL OF ACCUMULATIVE VOTING

No shareholder shall have the right to accumulate his or her votes at any election for the Board of Directors nor any other matter of this Corporation.

### ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Principal Office of this Corporation is 10500 Mark Adam Road, Ocoee, Florida 34761. The street address of the Registered Agent and Resident Agent of this Corporation is at 308 East Fifth Avenue, Mount Dora, Florida 32757,

and the name of the Registered Agent and Resident Agent at that address is G. Edward Clement.

### **ARTICLE VIII - BOARD OF DIRECTORS**

This Corporation shall have between one (1) and five (5) Directors. The initial Board of Directors shall have one (1) Director. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Director of this Corporation is as follows:

Shalamar B. Summers P. O. Box 1042 Plymouth, Florida 32768

### <u>ARTICLE IX - INCORPORATOR</u>

The name and address of the person signing these Articles is as follows:

Shalamar B. Summers P. O. Box 1042 Plymouth, Florida 32768

## **ARTICLE X - LIMITATIONS ON AMENDMENT**

These Articles of Incorporation may be amended only by the vote or written consent of the holder of seventy-five percent (75%) of the outstanding shares entitled to vote.

IN WITNESS WHEREOF, the undersigned set their hand and have acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 9th day of March, 2010.

SHALAMAR B. SUMMERS

# STATE OF FLORIDA COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 9th day of March, 2010 by SHALAMAR B. SUMMERS,

( ) who is personally known to me & did not take an oath.

who has produced a Florida drivers license as identification and did not take an oath.

NOTARY PUBLIC

STATE OF FLORI

DOLLIE J. WHITTEN
MY COMMISSION # DD 577103
EXPIRES: November 22, 2010
Bonned Thru Notary Public Underwriters

# ACCEPTANCE OF REGISTERED AND RESIDENT AGENT

I, G. Edward Clement, hereby accept the position of Registered and Resident Agent for Shalamar, Inc.

G. Edward Clement

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